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G. Mitchell Construction Corporation 1952 Quaker Ridge Drive Green Cove Springs, Florida 32043-8054 904-529-9725 FILED

02 JAN 17 AM 9:30

TALLAHASSEE, FLORIDA

January 14, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Subject: Articles of Dissolution

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Dear Sir:

Enclosed is a check in the amount of \$52.50 for the filing fee and two certified copies of the Articles of Dissolution for G. Mitchell Construction Corporation FEIN 59-1432458.

Enclosed also is the required form the Articles of Dissolution and a copy of the Corporate Resolution where a vote was taken to dissolve the corporation.

Please return the copies to:

Geraldine R. Isgan

1952 Quaker Ridge Drive

Green Cove Springs, Florida 32043

904-529-9725

e-mail, bobisgan@cs.com

Thank you for your attention.

Yours truly,

Steralden P. Sogan

Geraldine R. Isgan

VOZ. DISS

ARTICLES OF DISSOLUTION

02 JAN 17 AM 9:30

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is:	MITCHELL CONSTRUCTION
SECOND:	The date dissolution was authorized:	DECEMBER 28, 2001
THIRD:	Adoption of Dissolution (CHECK ONE)	
⊠ Dis	solution was approved by the shareholders. T	The number of votes cast for dissolution
was	sufficient for approval. solution was approved by vote of the shareho	
ei	he following statement must be separately prontitled to vote separately on the plan to dissolution was suff	lve:
Sign	(voting group) ed this 14 TH day of <u>JANUA</u>	er 2002.
Signature _	(By the Chairman or Vice Chairman of the Board,	oan)
	GERALDINE R.	ISGAN
	(Typed or printed name) PRESIDENT	
	(Title)	

G. Mitchell Construction Corporation 1952 Quaker Ridge Drive Green Cove Springs, Florida 32043-8054 904-529-9725

CORPORATE RESOLUTION

I hereby certify that at a meeting, duly called, of the Board of Directors of G. Mitchell Construction Corporation held on the 28th day of December 2001, at which said meeting a quorum was present and acting throughout. The following preamble and resolution was adopted and ever since has been and is now in effect.

Whereas the officers of G. Mitchell Construction Corporation have discussed the dissolution of the corporation and the distribution of the remaining assets, a vote was taken to proceed. The Board of Directors has voted to dissolve the corporation and distribute any remaining assets to the stockholders. The liquid assets and any investments will be transferred to the stockholders who are identified as Mr. and Mrs. Robert M. and Geraldine R. Isgan.

In accordance with this decision, the treasurer is hereby authorized to proceed with the filing of the necessary corporate dissolution documents for the State of Florida and distribute the remaining assets.

Adopted and dated this 28th day of December 2001.

eraldine R.Isgan, President

In witness whereof, I have here-unto set my hand and affixed the seal of said corporation This 28th day of December, 2001

Robert M. Isgan, Secretary